

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
WHEREHOUSE ENTERTAINMENT, INC., a Delaware corporation; <u>et al.</u>,¹)	Case No. 03-10224 (KG)
)	(Jointly Administered)
)	
Debtors.)	Re: Docket No. 2360

**ORDER (I) REOPENING CHAPTER 11 CASE AND
(II) APPOINTING A SUCCESSOR RESPONSIBLE PERSON**

This matter coming before the Court on the Debtor’s Motion for an Order Reopening Chapter 11 Case (the “Motion”);² the Court having reviewed the Motion and all pleadings relating thereto; the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, Article 12 of the Plan, Section 16 of the Confirmation Order and paragraph 4 of the Final Decree, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (c) notice of the Motion was sufficient under the circumstances, (d) cause exists to reopen the Chapter 11 Case, (e) the appointment of a successor Responsible Person is necessary, and (f) the relief requested in the Motion is appropriate under sections 105(a) and 350(a) and (b) of the Bankruptcy Code, and Bankruptcy Rules 5010 and 3022; and the Court having held a hearing on November 16, 2018 (the “Hearing”); and the Court having heard and considered the statements of Counsel at the Hearing; and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

¹ The Debtors together with the last four digits of each Debtor’s U.S. tax identification number are, Wherehouse Entertainment, Inc. (8339), Wherehouse Holding I Co., Inc. (6844), Wherehouse Holding II Co., Inc. (9405), Wherehouse Subsidiary I Co., Inc. (8662), Wherehouse Subsidiary II Co., Inc. (5310), Wherehouse Subsidiary III Co., Inc. (5603) and Wherehouse.com (1742). The address for the Debtors was 19701 Hamilton Avenue, Torrance, CA 90502.

² Capitalized terms not otherwise defined herein have the meanings given to them in the Motion.

1. The Motion is GRANTED as set forth herein.

2. The Chapter 11 Case of Wherehouse Entertainment, Inc., Case No. 03-10224 (KG), is hereby REOPENED, pursuant to sections 105(a) and 350(b) of the Bankruptcy Code and Bankruptcy Rule 5010, for the limited purpose of appointing a successor Responsible Person under the Plan.

3. William E. Chipman, Jr., Esq. is hereby appointed as the Responsible Person under the Plan. The Responsible Person shall be, and hereby is, authorized to act on behalf of the Debtor's estate pursuant to the terms and provisions of the Plan and the Confirmation Order.

4. This Court shall retain jurisdiction to consider all issues related to and arising from the interpretation and implementation of this order.

Dated: November 26th, 2018
Wilmington, Delaware

A handwritten signature in black ink, appearing to read "Kevin Gross", written over a horizontal line.

KEVIN GROSS
UNITED STATES BANKRUPTCY JUDGE